

13422 Coram Peak St
San Antonio, TX 78248-1202

June 24, 2009

Judge Robert Gerber
United States Bankruptcy Court
Southern District of New York
One Bowling Green
New York, NY
10004-1408

Dear Judge Gerber

I am Bill Ballentine . I am an unsecured bondholder of GM retail bonds. Today, I heard you have refused to stand the attorneys wanting to represent the small bondholders as a separate class.

May I give you an example to explain why I believe you have made a mistake?
Enclosed is a copy of an envelope and document I received on June 22, 2009. The document states **"...RESPONSES OR OBJECTIONS, IF ANY, TO THE RELIEF SOUGHT IN THE MOTION SHALL BE FILED... SO AS TO BE RECEIVED NO LATER THAN JUNE 19,2009,AT 5:00PM (EASTERN TIME) (the Objection Deadline)".**

I have traced the envelope to a bulk mail company. This company is a professional bulk mailer. They would know it would take 14-20 days for the mail to be received by the addressee. I did not receive this important document in time to file an objection. The attorneys for the debtor, GM, hired or your court hired The Garden City Group to handle paper work relating to this case. The Garden city group is a professional company with knowledge of what it needs to do.

It is evident from this event, the debtor's attorney, the firms doing the paper work and the court are not protecting the individual rights of the unsecured bondholders.

I have never been contacted by the committee appointed by the court to protect the unsecured creditors. I am formally objecting to the proposed sale covered by the "Sales Procedure Order." The fact that the court, debtor's attorneys and agents, and committee appointed by the court to represent the unsecured creditors has failed its constitutional duties has made it necessary for me to write this letter. I believe my civil rights have been irreparably damaged. I have filed a claim of debt with the instructed firms.

I will now consider further action pertaining to my violated legal and civil rights.

Regards

William H. Ballentine

Telephone: 210 913 9810

Facsimile: 210 408 7014

Email: wbabab@me.com

Enclosures

Cc: Weil, Gotshal & Manges

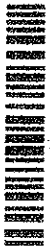
The Garden city Group

National Financial Services LLC

Bank of America Inc.

NATIONAL FINANCIAL SERVICES LLC
200 LIBERTY STREET
NEW YORK, NY 10281
GENERAL MOTORS CORPORATION

00106744



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PRESORTED FIRST CLASS
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ANNA BALLENTINE
WILLIAM H BALLENTINE
13422 CORAM PEAK ST
SAN ANTONIO TX 78248-1202



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issuance to GM of shares of common stock of the Purchaser representing approximately 10% of the common stock of the Purchaser as of the closing of the sale; (iv) the issuance to GM of warrants to purchase up to 15% of the shares of common stock of the Purchaser on a fully diluted basis, with one half exercisable at any time prior to the seventh anniversary of issuance at an initial exercise price based on a \$15 billion equity value of the Purchaser and the other half exercisable at any time prior to the tenth anniversary of issuance at an initial exercise price based on a \$30 billion equity value of the Purchaser (GM can elect partial and cashless exercises of the warrants); and (v) the assumption by the Purchaser of certain assumed liabilities, all as set forth more fully in the MPA, a copy of which is annexed to the Motion as Exhibit "A." In addition, if the aggregate amount of allowed general unsecured claims against the Debtors exceeds \$35 billion, as estimated by an order of the Bankruptcy Court (which the Debtors may seek at any time), GM will receive an additional 2% of the common stock of the Purchaser as of the closing of the sale.

B. THE SALE HEARING

The Sale Hearing will be held before the Honorable Robert E. Gerber, United States Bankruptcy Judge, in Courtroom 621 of the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York 10004-1408, on June 30, 2009, at 9:45 a.m. (Eastern Time). The Sale Hearing may be adjourned without notice by an announcement of the adjourned date at the Sale Hearing.

RESPONSES OR OBJECTIONS, IF ANY, TO THE RELIEF SOUGHT IN THE MOTION SHALL BE FILED with the Clerk of the Bankruptcy Court and served upon: (a) Weil, Gotshal & Manges LLP, attorneys for the Debtors, 767 Fifth Avenue, New York, New York 10153 (Attn: Harvey R. Miller, Esq., Stephen Karotkin, Esq., and Joseph H. Smolinsky, Esq.); (b) Cadwalader, Wickersham & Taft LLP, attorneys for the Purchaser, One World Financial Center, New York, New York 10281 (Attn: John J. Rapisardi, Esq.); (c) the attorneys for the Creditors Committee; (d) Cleary Gottlieb Steen & Hamilton LLP, the attorneys for the UAW, One Liberty Plaza, New York, New York 10006 (Attn: James L. Bromley, Esq.); (e) Cohen, Weiss and Simon LLP, the attorneys for the UAW, 330 W. 42nd Street, New York, New York 10036 (Attn: Babette Ceccotti, Esq.); (f) Vedder Price, P.C., attorneys for Export Development Canada, 1633 Broadway, 47th Floor, New York, New York 10019 (Attn: Michael J. Edelman, Esq. and Michael L. Schein, Esq.); (g) the Office of the United States Trustee for the Southern District of New York (Attn: Diana G. Adams, Esq.), 33 Whitehall Street, 21st Floor, New York, New York 10004; and (h) the U.S. Attorney's Office, S.D.N.Y., 86 Chambers Street, Third Floor, New York, New York 10007 (Attn: David S. Jones, Esq. and Matthew L. Schwartz, Esq.), **SO AS TO BE RECEIVED NO LATER THAN JUNE 19, 2009, AT 5:00 P.M. (EASTERN TIME) (the "Objection Deadline").**

The failure of any person or entity to file a response or objection on or before the Objection Deadline shall be deemed a consent to the 363 Transaction and the other relief requested in the Motion, and shall bar the assertion, at the Sale Hearing or thereafter, of any objection to the Sale Procedures, the Motion, the 363 Transaction, the approval of the UAW Retiree Settlement Agreement, and the Debtors' consummation of the 363 Transaction.